

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On September 25, 2013, I caused to be served the document listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

Joint Stipulation and Agreed Order Between Reorganized Debtors and DSSI L.L.C.  
Providing DSSI L.L.C. an Allowed General Unsecured Non-Priority Claim  
Pursuant to 11 U.S.C. §502(h) (Docket No. 22158) [a copy of which is attached  
hereto as Exhibit C]

Dated: October 1, 2013

/s/ Darlene Calderon  
Darlene Calderon

State of California  
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 1<sup>st</sup> day of October, 2013, by  
Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who  
appeared before me.

Signature: /s/ Lydia Pastor Nino

Commission Expires: 11/18/15

# **EXHIBIT A**

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Whyte, Hirschboeck Dudek S.C.	Bruce G. Arnold	555 East Wells Street	Suite 1900	Milwaukee	WI	53202-4894		414-273-2100	414-223-5000	<a href="mailto:barnold@whdlaw.com">barnold@whdlaw.com</a>	Counsel to Schunk Graphite Technology
Wickens Herzer Panza Cook & Batista Co	James W Moennich Esq	35765 Chester Rd		Avon	OH	44011-1262		440-930-8000	440-930-8098	<a href="mailto:jmoennich@wickenslaw.com">jmoennich@wickenslaw.com</a>	Counsel for Delphi Sandusky ESOP
Winston & Strawn LLP	David Neier	200 Park Avenue		New York	NY	10166-4193		212-294-6700	212-294-4700	<a href="mailto:dneier@winston.com">dneier@winston.com</a>	Counsel to Ad Hoc Group of Tranche A & B DIP Lenders
Winthrop Couchot Professional Corporation	Carey D. Schreiber	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	<a href="mailto:cschreiber@winston.com">cschreiber@winston.com</a>	Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional Corporation	Marc. J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	<a href="mailto:mwinthrop@winthropcouchot.com">mwinthrop@winthropcouchot.com</a>	Counsel to Metal Surfaces, Inc.
Womble Carlyle Sandridge & Rice, PLLC	Allen Grumbine	550 South Main St		Greenville	SC	29601		864-255-5402	864-255-5482	<a href="mailto:agrumbine@wcsr.com">agrumbine@wcsr.com</a>	Counsel to Armacell
Womble Carlyle Sandridge & Rice, PLLC	Michael G. Busenkell	222 Delaware Avenue	Suite 1501	Wilmington	DE	19801				<a href="mailto:mbusenkell@wcsr.com">mbusenkell@wcsr.com</a>	Counsel to Chicago Miniature Optoelectronic Technologies, Inc.
Woods Oviatt Gilman LLP	Ronald J. Kisinski	700 Crossroads Bldg	2 State St	Rochester	NY	14614		585-362-4514	585-362-4614	<a href="mailto:rkisicki@woodsoviatt.com">rkisicki@woodsoviatt.com</a>	
Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	<a href="mailto:skrause@zeklaw.com">skrause@zeklaw.com</a>	Counsel to Toyota Tsusho America, Inc.
ZF North America	Thomas J. Schank	15811 Centennial Drive		Northville	MI	48168				<a href="mailto:Tom.schank@zf.com">Tom.schank@zf.com</a>	Counsel to ZF Group North America Operations, Inc.

## **EXHIBIT B**



## Post-Emergence Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PARTY / FUNCTION
United States Trustee	Brian Masumoto	U.S. Federal Office Building	201 Varick Street, Suite 1006	New York	NY	10014	Counsel to United States Trustee

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DPH Holdings Corp.  
Special Parties

Company	Contact	Address1	Address2	Address3	City	State	Zip
DSSI, DSSI LLC	Bingham Greenebaum Doll LLP	C.R. Bowles Esq	3600 National City Tower	101 S Fifth St	Louisville	KY	40202

## **EXHIBIT C**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	Chapter 11
	:	Case No. 05-44481 (RDD)
DPH HOLDINGS CORP., et al.,	:	(Post Confirmation)
	:	
Reorganized Debtors,	:	
	:	
-----X		

**JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED DEBTORS AND DSSI L.L.C. PROVIDING DSSI L.L.C. AN ALLOWED GENERAL UNSECURED NON-PRIORITY CLAIM PURSUANT TO 11 U.S.C. §502(h)**

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the “Reorganized Debtors”) and DSSI, L.L.C. (“DSSI”) respectfully submit this *Joint Stipulation And Agreed Order Between Reorganized Debtors And DSSI L.L.C. Providing DSSI L.L.C. An Allowed General Unsecured Non-Priority Claim Pursuant To 11 U.S.C. § 502(h)*, and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation (“Delphi”) and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC (“DAS LLC”), former debtors and debtors-in-possession in the above captioned cases (collectively, the “Debtors”), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on or about September 26, 2007, the Debtors commenced an adversary proceeding (the “Adversary Proceeding”) by filing a complaint (the “Complaint”) to avoid and recover certain amounts (the “Transfers”) from DSSI.

WHEREAS, on October 6, 2009, the Debtors substantially consummated the *First Amended Joint Plan of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified* (the “Modified Plan”), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively.

WHEREAS, Article 9.6(a) of the Modified Plan provides that “[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interest in, the Debtors and making distributions (if any) with respect to all Claims and Interests.”

WHEREAS, pursuant to section 7.19 of the Modified Plan, the Reorganized Debtors in their sole and absolute discretion retained the right to pursue the claims and causes of action asserted in the Complaint and to settle, release or compromise such claims and causes of action without further approval of this Court.

WHEREAS, the Reorganized Debtors and DSSI entered into a settlement agreement dated September 13, 2013 (the “Settlement Agreement”) to resolve the Adversary Proceeding with respect to the Transfers, pursuant to which the Reorganized Debtors and DSSI agreed, *inter alia*, that pursuant to 11 U.S.C. §502(h), DSSI should be provided with an allowed general unsecured non-priority claim in the amount as set forth in the Settlement Agreement.

NOW, THEREFORE, the Reorganized Debtors and DSSI stipulate and agree as follows:

Pursuant to 11 U.S.C. 502(h), DSSI shall receive an allowed general unsecured non-priority claim against DPH-DAS LLC in accordance with the terms of the Modified Plan in the amount set forth in the Settlement Agreement.

This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 23rd day of September, 2013.

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

Agreed to and approved for entry by:

Dated: September 20, 2013  
Detroit, Michigan

DPH Holdings Corp., *et al.*  
By their Attorneys,  
BUTZEL LONG, a professional corporation

By: /s/ David J. DeVine  
David J. DeVine  
150 West Jefferson, Suite 100  
Detroit, Michigan 48226  
[devine@butzel.com](mailto:devine@butzel.com)

Dated: September 20, 2013  
Louisville, Kentucky

DSSI, DSSI, L.L.C., Direct Sourcing Solutions, Inc.  
By their Attorneys,  
BINGHAM GREENEBAUM DOLL LLP

By: /s/ Chip Bowles  
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